

**N99000001834**  
**JOHNSON, GREEN, MILLER & GIBSON, P. A.**  
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March 17, 1999

Florida Department of State  
Jim Smith, Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

700002810327--6  
-03/18/99-01048-009  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

**RE: New Incorporation**  
**Colonial Estates Owners Association, Inc.**

Dear Sir or Madam:

Enclosed please find an original and one copy of the following documents for the above-referenced new Florida non-profit corporation: Articles of Incorporation and Certificate Designating Place of Business for Domicile for the Service of Process Within This State, and Naming Agent Upon Who Process May Be Served.

Please file these documents and return a certified copy to our office with your receipt. Also enclosed is our firm's check in the amount of \$87.50 which represents your fee for this service.

Should you have any questions or comments, please call me at your earliest convenience.

Very truly yours,



Vickie S. Ochoa  
Paralegal to  
Michael Gibson, Esquire

Enclosures

cc: William S. Rosasco, III

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 18 PM 12:59

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WS

ARTICLES OF INCORPORATION  
OF  
COLONIAL ESTATES OWNERS ASSOCIATION, INC.,  
A Non-Profit Corporation

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 18 PM 1:00

ARTICLE I - NAME

The name of this non-profit corporation is Colonial Estates Owners Association, Inc.

ARTICLE II - DURATION

The duration of this corporation is perpetual.

ARTICLE III - INITIAL PRINCIPAL OFFICE

The place in this state where the initial principal office of this corporation is to be located is in the County of Santa Rosa, State of Florida. The initial mailing address of said corporation is 5450 Northrup Road, Milton, Florida 32570.

ARTICLE IV - PURPOSE

This non-profit corporation is organized for the purpose of owning, maintaining, repairing and administering the common areas and specific drainage easements of Colonial Estates, a private subdivision located on the following described real property in Santa Rosa County, Florida:

LEGAL DESCRIPTION ATTACHED HERETO AS EXHIBIT "1"  
and for all other lawful non-profit pursuit.

ARTICLE V - MEMBERSHIP

This non-profit corporation is authorized to issue

certificates of membership pursuant to Section 617.0601(2), Florida Statutes (1994). The names and residences of the corporations subscribers are as follows:

William S. Rosasco, III, of 6274 Plantation Road, Milton, FL  
John H. Wells, Jr., at 4816 Orleans Street, Pace, FL and  
Tiffany Nisewonger, at 4644 Dean Drive, Pace, FL

#### ARTICLE VI - REGISTERED AGENT

The name and address of the registered agent of this corporation is William S. Rosasco, III, of 6274 Plantation Road, Milton, FL 32570.

#### ARTICLE VII - OFFICERS

The affairs of this non-profit corporation are to be managed by a President, Vice President and a Secretary/Treasurer. The officers will be elected on the second day of August, 1999, and on the second Tuesday of the first month of each year after said date. Until the election of the officers as set forth above, William S. Rosasco, III, will serve as President, John H. Wells, Jr., will serve as Vice President and Tiffany Nisewonger will serve as Secretary/Treasurer.

#### ARTICLE VIII - BOARD OF DIRECTORS

William S. Rosasco, III, John H. Wells, Jr., and Tiffany Nisewonger shall serve as the first members of the Board of Directors of this non-profit corporation and these three shall remain as acting Board of Directors until the 2nd day of August, 1999. There shall only be three (3) members of the Board of Directors until fifty-one percent (51%) of the lots have been sold, at which time the membership of the Corporation shall elect at least five (5) members of the Board of Directors and there shall be

not less than five (5) nor more than nine (9) members of the Board of Directors thereafter.

#### ARTICLE IX - NET EARNINGS

No part of the net earnings of this corporation shall inure to the benefit of, or be distributed to its members, trustees, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay a reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes set forth in Article III above.

#### ARTICLE X - BY-LAWS

The power to adopt, alter, amend and repeal the By-Laws shall be vested in the Board of Directors, but all alterations, amendments, and repeals of the By-Laws shall be approved by the majority of Board of Directors and a majority of all members.

#### ARTICLE XI - QUALIFICATION OF MEMBERS

Ownership of property located within the confines of the property described in Article IV above shall qualify such owner to be a member of this non-profit corporation which membership shall be appurtenant to and may not be separated from the ownership of such property.

#### ARTICLE XII - AMENDMENTS

This non-profit Corporation reserves the right to amend or appeal any provisions contained in these Articles of Incorporation,

or any amendment to them, and any right conferred upon the shareholders subject to this reservation. An Amendment to the Articles of Incorporation may be proposed by any member of the corporation or the Board of Directors. Such a proposal must be submitted in writing to the Board of Directors. A meeting must be held within ninety days of submission of the proposed change and must be approved by seventy-five percent of all votes cast by members of the corporation to approve an amendment to these Articles of Incorporation.

IN WITNESS WHEREOF the undersigned subscribers have executed these Articles of Incorporation on this the 16th day of March, 1999.

WITNESSES


  
Print Name: Peggy Harey

  
Print Name: Vickie S. Ochoa


Kay B. Hard  
Print Name: Kay B. Hard


  
Print Name: Vickie S. Ochoa

Kay B. Hard  
Print Name: Kay B. Hard

  
Print Name: Vickie S. Ochoa

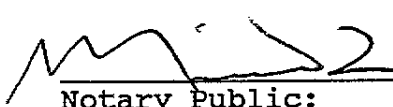
  
William S. Rosasco, III

  
John H. Wells, Jr.

  
Tiffany Nisewonger

STATE OF FLORIDA  
COUNTY OF SANTA ROSA


The foregoing instrument was acknowledged before me this 16th day of MARCH, 1999, by William S. Rosasco, III, as Incorporator and an Initial Director of **COLONIAL ESTATES OWNERS ASSOCIATION, INC.**, a Florida corporation, on behalf of said corporation. He is personally known to me or has produced \_\_\_\_\_ as identification and (did/did not) take an oath.

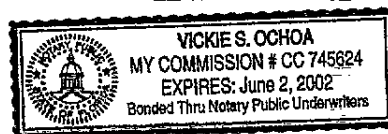
  
Notary Public: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_  
Commission No.: \_\_\_\_\_



STATE OF FLORIDA  
COUNTY OF SANTA ROSA

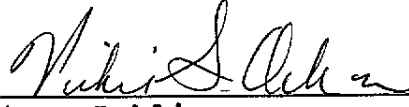
The foregoing instrument was acknowledged before me this 16th day of March, 1999, by John H. Wells, Jr., as Incorporator and an Initial Director of **COLONIAL ESTATES OWNERS ASSOCIATION, INC.**, a Florida corporation, on behalf of said corporation. He is personally known to me or has produced FL Drivers License W420-468-29-418-0 as identification and (did/did not) take an oath.

  
Notary Public: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_  
Commission No.: \_\_\_\_\_



STATE OF FLORIDA  
COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this 16th day of March, 1999, by Tiffany Nisewonger, as Incorporator and an Initial Director of **COLONIAL ESTATES OWNERS ASSOCIATION, INC.**, a Florida corporation, on behalf of said corporation. He is personally known to me or has produced FL Drivers License N252-813-68-559-0 as identification and (did/did not) take an oath.

  
Notary Public: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_  
Commission No.: \_\_\_\_\_

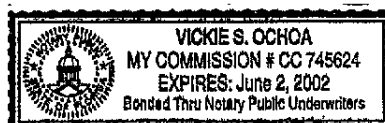


EXHIBIT "1"

Begin at the Northeast corner of the Southwest quarter of the Southwest quarter of Section 33, Township 2 North, Range 28 West, Santa Rosa County, Florida, said point also being the Northwest corner of Westwood, according to plat recorded in Plat Book B, Page 50 of the public records of said County and the Southwest corner of First Addition to Star Hill Estates according to plat recorded in Plat Book B, Page 115 of the public records of said County; thence run South 00 degrees 01 minutes 06 seconds East along the East line of said Southwest quarter of the Southwest quarter, being also the West line of said Westwood, a distance of 1320.19 feet to the Southwest corner of Westwood and the Northwest boundary corner of Lakewood Manor Addition Number Three, according to plat recorded in Plat Book B, Page 37 of the public records of said County and the Southeast corner of the Southwest quarter of the Southwest quarter of said Section; thence run South 89 degrees 47 minutes 43 seconds West along the South line of said Section for a distance of 1317.88 feet to the Southwest corner of said Section; thence run North 00 degrees 00 minutes 50 seconds East along West line of said Section for a distance of 1334.08 feet to the Northwest corner of the Southwest quarter of the Southwest quarter of said Section; thence run South 89 degrees 36 minutes 02 seconds East along the North line of the Southwest quarter of the Southwest quarter of said Section for a distance of 1317.6 feet to the Point of Beginning. Said parcel containing 39.64 acres, more or less. Less and except the following described parcel:

A parcel of land lying in and being a portion of the Southwest quarter of the Southwest quarter of Section 33, Township 2 North, Range 28 West, Santa Rosa County, Florida, being more particularly described as follows: Commence at the Northeast corner of the Southwest quarter of the Southwest quarter of Section 33, Township 2 North, Range 28 West, Santa Rosa County, Florida, said point also being the Northwest corner of Westwood, according to plat recorded in Plat Book B, Page 50 of the public records of said County and the Southwest corner of First Addition to Star Hill Estates according to plat recorded in Plat Book B, Page 115 of the public records of said County; thence run South 00 degrees 01 minutes 06 seconds East along the East line of said Southwest quarter of the Southwest quarter, being also the West line of said Westwood, a distance of 302.85 feet; thence run South 90 degrees 00 minutes 00 seconds West a distance of 272.68 feet to a point lying in a curve on the proposed Westerly Right-of-Way Line of George Washington Road (proposed 60' R/W) for the Point of Beginning; thence run Southeasterly along the arc of a curve to the right a distance of 57.19 feet to a point of tangency said curve having a radius of 69.09 feet, a central angle of 47 degrees 25 minutes 51 seconds, a chord bearing of South 19 degrees 58 minutes 23 seconds East and a chord of 55.57 feet; thence run South 00 degrees 02 minutes 34 seconds West a distance of 139.39 feet; thence depart said proposed Westerly Right-of-Way Line South 68 degrees 33 minutes 09 seconds West a distance of 348.26 feet to a capped metal pipe (L.B. #5170); thence continue South 68 degrees 33 minutes 09 seconds West a

distance of 3.3 feet, more or less to the Easterly water's edge of Lake Rosasco; thence run Northwesterly along and together with the meanderings of said Easterly water's edge a distance of 120.89 feet, more or less to a point lying South 59 degrees 38 minutes 48 seconds West a distance of 437.92 feet more or less, of the Point of Beginning; thence run North 59 degrees 38 minutes 48 seconds East a distance of 3.0 feet, more or less to a capped metal pipe (L.B. #5170); thence run North 59 degrees 38 minutes 48 seconds East a distance of 434.92 feet to the Point of Beginning. Said parcel being in area 1.40 acres, more or less.



CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes (1997), the following is submitted: COLONIAL ESTATES OWNERS ASSOCIATION, INC., desires to organize under the Laws of Florida with its principal office as indicated in the Articles of Incorporation at 5450 Northrup Road, Milton, FL 32570. The name and address of the registered agent of this corporation to accept service of process within the State is William S. Rosasco, III, at 100 Plantation Road, Milton, Santa Rosa County, FL. 32570.

DATED this 16th day of March, 1999.

COLONIAL ESTATES OWNERS ASSOCIATION, INC.,

William S. Rosasco, III  
BY: William S. Rosasco, III, President

ACCEPTANCE

Having been named to accept Service of Process for the above stated corporation, at the place designated in the Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the act relative to keeping open an office.

William S. Rosasco, III  
William S. Rosasco, III  
Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 18 PM 1:00